

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE:

*EX PARTE* APPLICATION PURSUANT TO 28  
U.S.C. § 1782 FOR LEAVE TO TAKE  
DISCOVERY FOR USE IN A FOREIGN  
PROCEEDING,

Applicant.

Case No. 20 mc. \_\_\_\_\_

**DECLARATION OF DUANE L. LOFT**

Pursuant to 28 U.S.C. § 1746, I, Duane L. Loft, declare under penalty of perjury as follows:

1. I am an attorney admitted to practice in New York and a partner in the law firm Boies Schiller Flexner LLP. I submit this Declaration in support of the *Ex Parte* Application Pursuant to 28 U.S.C. § 1782 for Leave to Take Discovery for Use in a Foreign Proceeding by Winterbrook Capital Limited.

2. Attached to this declaration as Exhibit 1 is a true and correct copy of a Statement of Financial Condition as of December 31, 2018 for Winterbrook Capital Limited.

3. Attached to this declaration as Exhibit 2 is a true and correct copy of the Form 10-K submitted by Lazard Ltd. to the Securities and Exchange Commission for the fiscal year ending December 31, 2019.

4. Attached to this declaration as Exhibit 3 is a true and correct copy of the Form 10-K submitted by Lazard Group to the Securities and Exchange Commission for the fiscal year ending December 31, 2019.

5. Attached to this declaration as Exhibit 4 is a true and correct copy of the Official List of Shareholders and Direct Subsidiaries ("*Actionnaires et filiales directes*") of Maison Lazard retrieved from the website <https://www.societe.com/>.

6. Attached to this declaration as Exhibit 5 is a true and correct copy of corporate registration information for LionTree LLC taken from the Delaware Division of Corporations.

7. Attached to this declaration as Exhibit 6 is a true and correct screenshot of the LinkedIn profile of LionTree LLC.

8. Attached to this declaration as Exhibit 7 is a true and correct copy of a Statement of Financial Condition as of December 31, 2018 for LionTree Advisors LLC.

9. Attached to this declaration as Exhibit 8 is a true and correct copy of the Report and Financial Statements for the year Ended 31 March 2019 for LionTree Advisors UK LLP.

10. Attached to this declaration as Exhibit 9 is a true and correct excerpt from a WestLaw PeopleMap Report for Dexter G. Goei.

11. Attached to this declaration as Exhibit 10 is a true and correct copy of an Offer Memorandum dated November 24, 2020 for a cash offer for the shares of Altice Europe N.V. by Next Private B.V.

12. Attached to this declaration as Exhibit 11 is a true and correct copy of the Annual Report for Altice Europe N.V. for the year 2019.

13. Attached to this declaration as Exhibit 12 is a true and correct copy of a joint press release by Altice Europe N.V. and Next Private B.V. dated September 11, 2020 (the “Joint Press Release”).

14. Attached to this declaration as Exhibit 13 is a true and correct copy of an article from Bloomberg.com published on September 11, 2020 called “Drahi Offers \$3 Billion to Take Europe Phone Empire Private.”

15. Attached to this declaration as Exhibit 14 is a true and correct copy of an article from the Financial Times published on September 11, 2020 titled “Drahi offers to take Altice Europe private in €2.5bn buyout.”

16. Attached to this declaration as Exhibit 15 is a true and correct copy of a letter dated October 1, 2020 to the Board of Altice Europe N.V. from Lucerne Capital Management, LP.

17. Attached to this declaration as Exhibit 16 is a true and correct copy of a Position Statement issued by Altice Europe N.V. on November 24, 2020 (the “Position Statement”).

18. Attached to this declaration as Exhibit 17 is a true and correct copy of a letter dated November 27, 2020 to the Board of Altice Europe N.V. from Winterbrook (the “Winterbrook Letter”).

19. Attached to this declaration as Exhibit 18 is a true and correct copy of a letter dated November 29, 2020 to the Board of Altice Europe N.V. from Lucerne Capital Management, LP.

20. Attached to this declaration as Exhibit 19 is a true and correct copy of the Form 10-K submitted by Altice USA, Inc. to the Securities and Exchange Commission for the fiscal year ending December 31, 2019.

21. Attached to this declaration as Exhibits 20 through 24 are draft subpoenas to be served in substantially the same form on Respondents Lazard Group LLC, Lazard Ltd., LionTree LLC, LionTree Advisors LLC, and Dexter Goei.

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I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: December 4, 2020  
New York, New York

/s/ Duane L. Loft

Duane L. Loft